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**40+**

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FRANKIE  
& KRYSTAL



RYLEN



DOLLY



JERSEY



RIO



VIVIEN

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*They say that 40 is the new 30.  
I really don't care. Do you?  
Look at me. A year ago I was  
selling cheese in Wisconsin with  
a hairy bush and a minivan.  
Now, I'm an all new person  
ready to take on the world.  
Say that you're ready for  
me and more like me?*

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**GABRIELLA**  
**& CHRIS**

I've got three holes and thirty minutes. If you can't make me cum in that time, I gotta go. There's a huge shoe sale at the department store and mama needs a new pair of shoes. But there is one trick you can use to make me stay.







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And that little trick? Why, fuck my ass, of course. Because there's nothing like a huge, slick cock pumping in and out of my ass. That's why. If your cock's in my ass, I'll stay as long as I want. As long as it takes me to cum, anyway. Hurry, those shoes won't be there forever.

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*Gabriella*





# DO I LOOK THE PART?

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have a boatload of cash and live  
the life of a rockstar's groupie.  
You got the balls to check me out?*

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**Frankie:** "I often escape into Krystal's arms seeking a woman who is daring, fun, an adventurous. Krystal is all that."  
**Krystal:** "Frankie is a sweetheart. She makes sex fun and an escape for me. She always knows what to do to get me off!"





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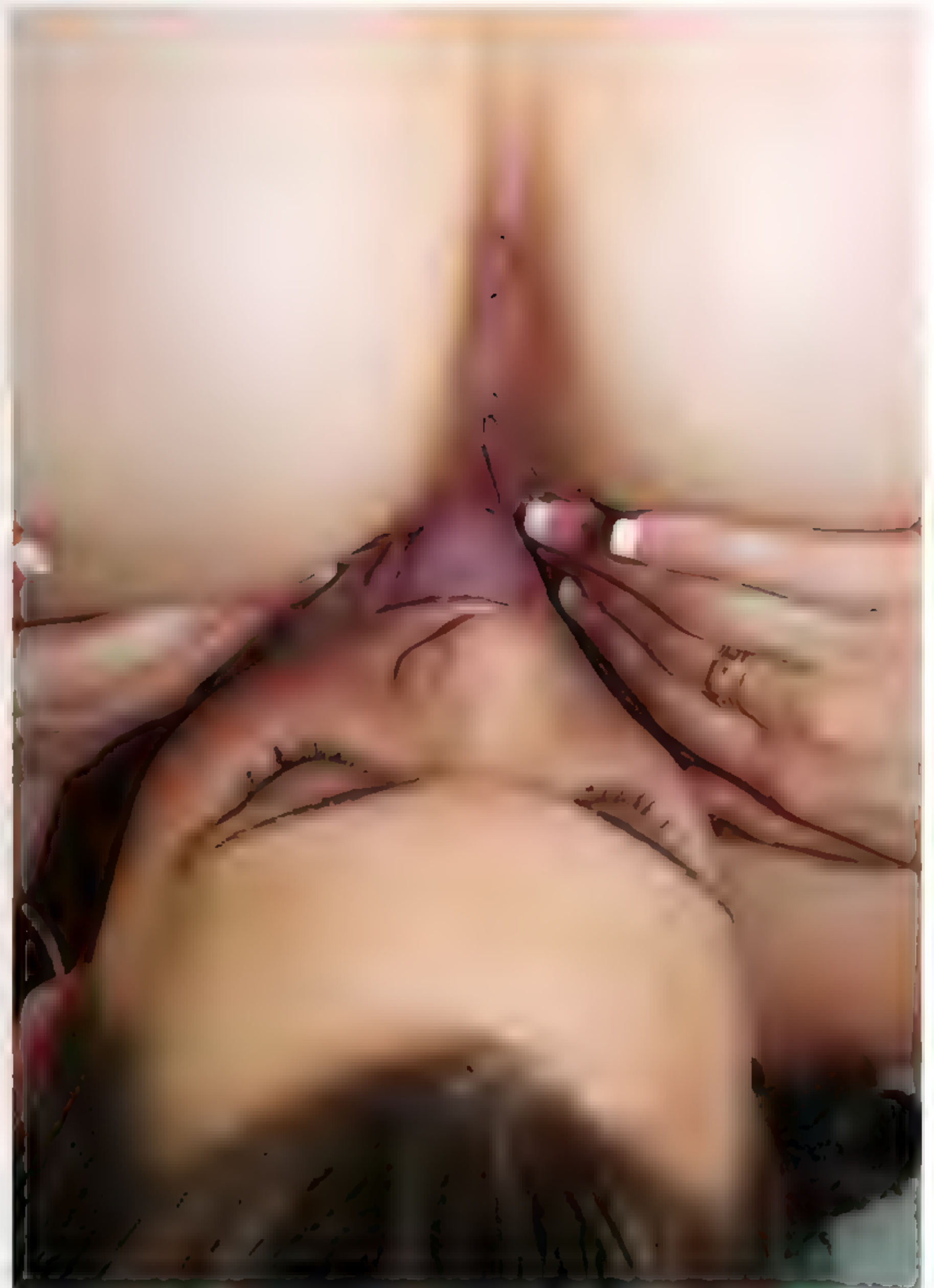




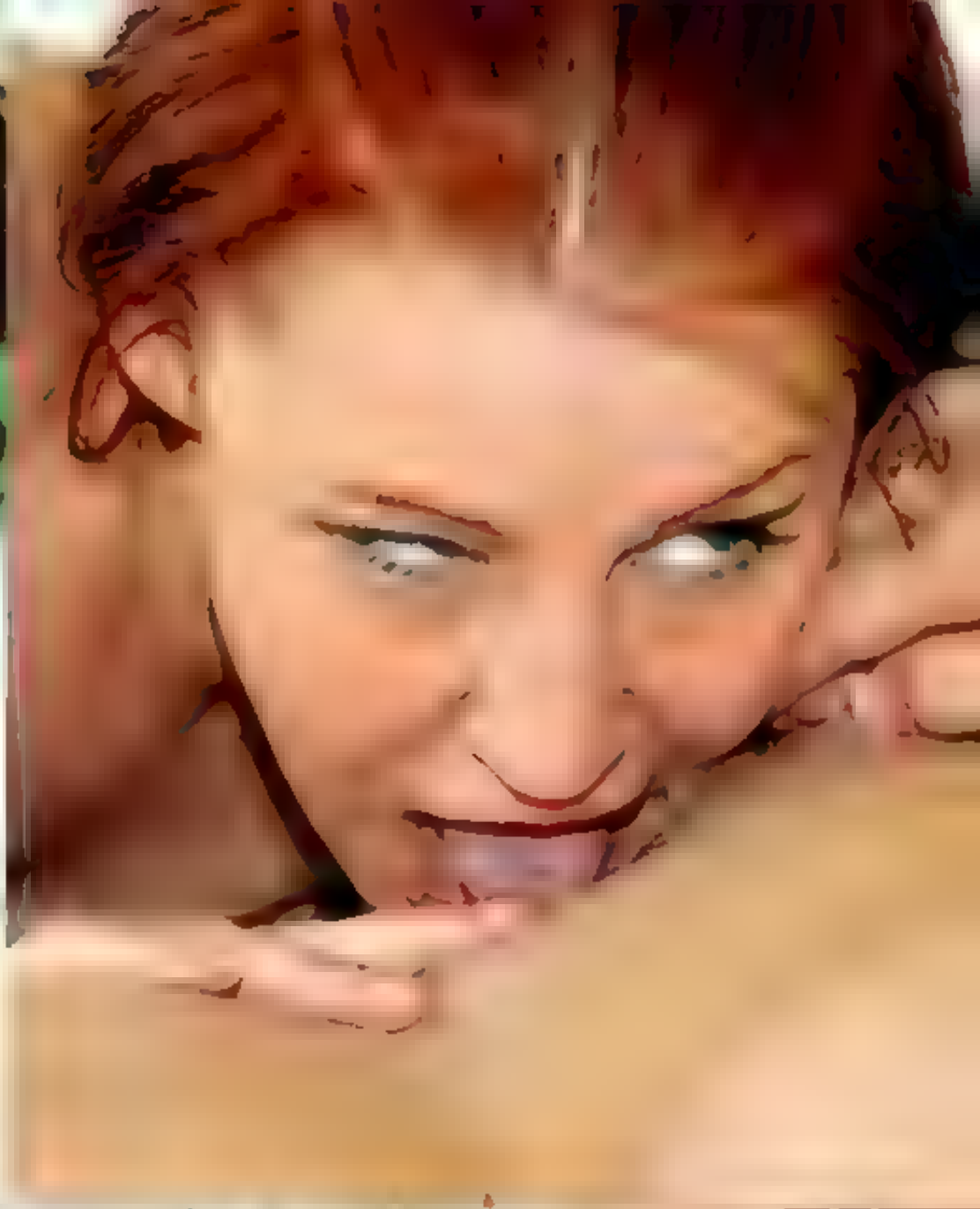




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**Krystal:** "Frankie and I both love our little toys. So I first lubed her up with my tongue. She picked the one she wanted and I told her to lay back and I'd hold it to her clit."

**Frankie:** "I have so much fun with Krystal. She can lick me all day and never tire. Her tongue sent me over the edge."

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and a mother that likes to  
play bingo every Wednesday,  
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40+ #48



Hey guys,  
Now that's a real woman on your latest cover. Full lips, full figured and very voluptuous. A woman with meat on her bones and one that seems to love having sex. She must because the way she took it in her ass made me cream. Beautiful, full ass that gulped down that big, hard cock. Keep 'em cummin'

— Ed, St. Louis

## SECRET SPA RENDEZVOUS

For our fifteenth anniversary, I took my wife on a Caribbean cruise for a week. A couple days into it, we met a couple by the pool. He was a lawyer from Miami and his wife was a trophy — with a really nice set of boobs. My wife asked them if they would have dinner with us later and they agreed. Later that night, we were first to the dining room. They showed up fashionably late and the guy's wife showed up with a low cut blouse and, obviously, no bra. As she sat at the table, her double D rack bounced

around as she did different motions. We hardly knew this couple but wished my wife was into swinging cause I was into this gal. His wife and I flirted under the table, making contact with our legs and occasionally she would reach out under the table and grab my leg and leave her hand for a bit.

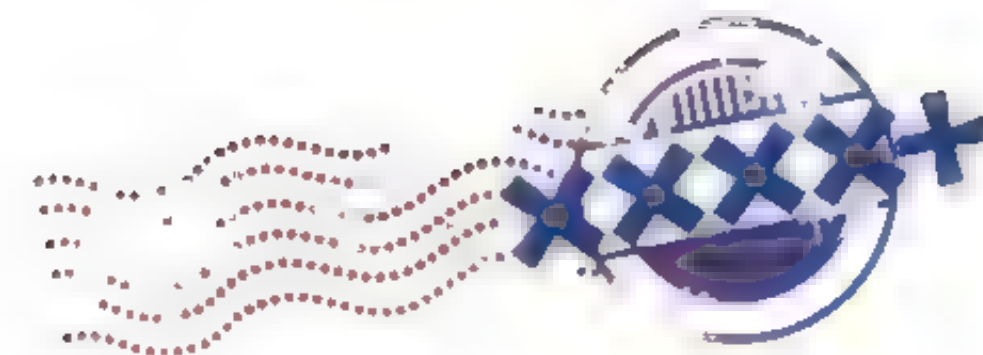
The next day I was walking around the Lido deck and found her by the elevator — without her husband. I gave her a side hug hello, but didn't release her. She stayed inside my arms and stroked my stomach and let out a little groan. I started to get excited and asked her if we could go for a walk. We walked up to a part of the ship that I had purchased a spa pass for. I walked in with her, we changed and met at the hot tub. It seemed like we were the only ones in the facility and started groping each other heavily — like we were doing it for the first time.

Her breasts were spectacular. They were firm but natural and felt amazing. I honestly have no idea who may have been watching us. I was so thrilled to have her. We moved closer together in the tub and I pulled my cock out for her. It was already hard and she wasted no time maneuvering it into her pussy. Deep inside her, I could feel her trembling and panting in my ear as she rode me under the water.

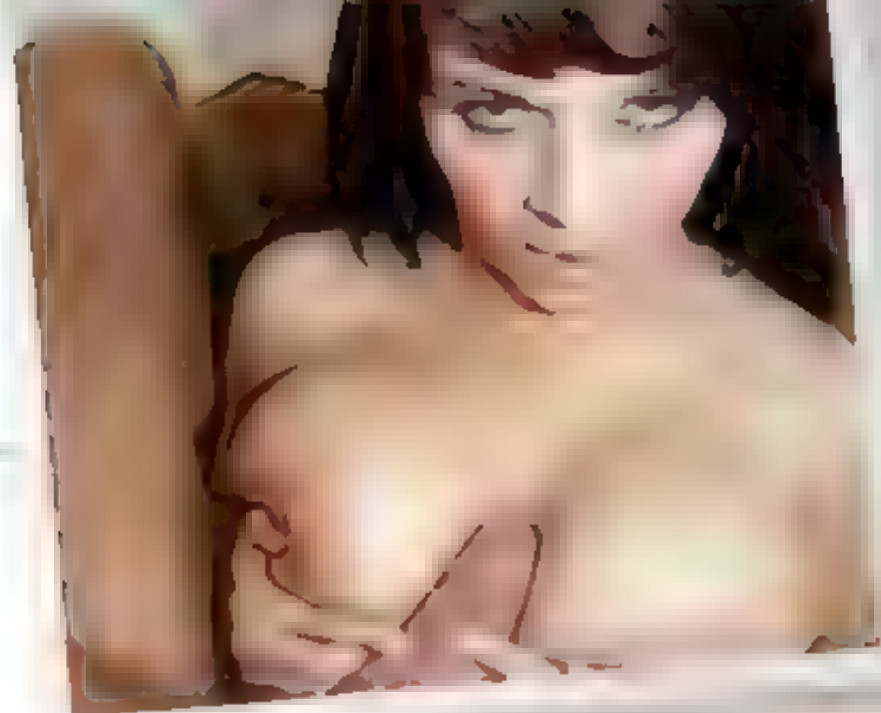
We did it for about ten minutes until we noticed some people opening the doors to where we were. They walked through and into another area of the spa. We stayed in the hot tub for a while longer as she stroke me to climax and I didled her clit till she came. Then I said that she should leave first so it doesn't look like we are together. We rendezvoused a couple more times during the cruise hoping our spouses would not catch on. I asked if I could see her in Miami and was politely declined. Well, you can't blame a guy for trying. But I will have this to remember her.

## TO DREAM — OR NOT

The night is rather cold and Chrissy and I move quickly up the stairs to my apartment. As we go inside Chrissy moves close to me to warm herself. I run my hands slowly up and down her back as I softly kissed my way down the side of her neck. She turns her face to me, seeking my lips, eagerly entwining her tongue with mine. We kiss hard for a moment but before I step back, I rubbed my hands over Chrissy's ample tits. I slowly feel my way around her boobs and she grabs my wandering hands and presses herself against them.







Chrissy has always loved me mash ng her big melons firmly against her chest and then rotating my hands like her boobs were balloons on a table. I squeeze her tits and tweak her nipples through her shirt and she starts to moan. She steps forward and we kiss again and begin undressing each other I pull off her shirt and go to work on her bra as she undoes my pants step back so I can remove her bra and free her massive tits. She then drops down to her knees, pulling my jeans and shorts down as she goes She sticks her tongue out and slowly starts to lick my cock

As it grows hard she reaches around behind me and pulls me closer, taking my now hard cock into her mouth. Now it's my turn to moan as she slides her mouth back and forth on my prick. I put my hands on her head and start rocking my hips in rhythm to her warm wet mouth. Looking down I can see her boobs swinging as she moves back and forth. Her hardened nipples scuff against my legs each time she slides my dick back into her throat.

After several minutes of this ecstasy, I pull her up and then guide her towards the bedroom. As we walk towards the bed, I kick off my shoes and socks and pull off my sweat shirt. I then drop to my knees and begin removing Chrissy's pants. They were molded tightly to her body and peel them off slowly. I then slowly pull down her panties and get my first look at her completely shaven mound. I push her back onto the bed and pull the rest of her clothes off.

I then begin to kiss and lick her hairless pussy and slowly push a finger inside her already wet hole. Chrissy groans, tells me to get into the bed with her. As I stand up, Chrissy moves to the middle of the bed to make room for me. I crawl

into the bed and began to squeeze and suck her big tits. I squeeze them hard as I drag my teeth lightly over her nipples. I then began to flick my tongue over her nipples as she reaches for my cock and begins to stroke it, bringing a drop of clear liquid to the tip

She collects the drop with her finger and then brings it to her out-stretched tongue. She licks it off and reaches for my cock again. Chrissy grins and tells me she wants me to cum on her tits first. I move my cock to her lips so she can suck me until I get ready to squirt. As she sucks my cock, I lean over and start to play with her bald pussy. As I push my fingers into her, some of her heady smelling juice spills onto my hand and I quickly lick the drops from my fingers. I love the taste of pussy juice and Chrissy tastes incredible. I then start to work her slit some more and she moans as my hand slides over her clit and then into her sopping pussy. I slide my fingers in and out, using my thumb to rub her clit.

This excites her and she starts to work on my dick in earnest. In a few moments I am at the brink of orgasm and tell her I'm ready to cum. She continues to suck until the last moment and as she draws back, the first sticky squirt of cum sprays across face. She licks some of it off of her lips and points my dick at her tits just in time for the rest of my cum to shoot all over them. Several globs hit her nipples and this sends her over the edge and into her own orgasm. We both convulse wildly and then relax as the waves of pleasure subside. Chrissy then

Dev 40+

I'm a boob guy, but not just your average boob guy like them big and natural I like the way they fall on a woman's chest, and I love the big nipples on them. (Have you ever seen big boobs with small nipples? I think not.) What's great about big boobs is resting my head on them as I play with the other one. I know that women with big boobs like to have them adored. Oh they may bash you looking at them in public, or checking them out when they're clothed, but get them naked and they want your hands all over them. And to cum on them, that's the big boob man's coup de gras! Trust me I've been there

- Cliff DeLong

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squeezes the last drop of cum from my dick and lets it drip onto her waiting tongue

I fall on my side and begin to play with Chrissy's pussy as I rest. She rubs her fingers in the spunk that's all over her tits and licks some of it off of her fingers before rubbing the rest into her skin. She then rolls onto her side and begins to kiss and lick my softened organ. As she does this, it slowly begins to harden again. She says her pussy is still wet and needs some more sex, so I pull her on top of me and she straddles my cockhead as I begin to eat her smooth cunt

While I lash her clit and run my tongue in and out of her wet hole, she sucks my cock even harder. She is enjoying my tongue but tells me she needs to be fucked right away. She slides off of me and I move between her legs. I tease her with my dick by slowly rubbing the head along her slit. I then push just the head of my dick into her cunt and stop for a moment. She looks confused, but I quickly slide my cock the rest of the way in and she takes a quick breath in before sighing heavily. I begin to rock back and forth, in and out of her. I go very slowly at first but soon she begs for me to fuck her harder. I oblige. Then I grab those huge tits and squeeze them like puffy pillows as I start to shove my dick into her hole and then pull it back out again.

For several minutes I fuck her hard and Chrissy moans each time my cock thrusts into her cunt. I then pull out and tell her to roll over so I can fuck her like the animal that she is. She rolls



over and getting on her knees she waves her waiting ass at me. I move forward and shove my cock into her dripping pussy. While I fuck this horny gal, I squeeze her ass cheeks and rub her back as she buries her face and moans into a pillow.

For several minutes Chrissy moans into the pillow until I near my second cum. I pull out and push her onto her back again. I tell her I'm going to cum again and that I want to look into her eyes as I do. Again we fuck. Harder now, my strokes are urgent. Faster and faster I fuck her. Chrissy is now crying out with each stroke. Her tits are flopping wildly on her chest and she reaches up to pinch her nipples and hold her massive tits in place. With each thrust I rub up against her clit, pushing her toward orgasm. Then I begin to cum, shooting deep inside her pussy. Chrissy's eyes are wild with need as she is driven over the edge and screams that she is cumming. Again we are caught by our own pleasures and nearly every muscle in our bodies contracts tightly before finally releasing and allowing us to relax.

I collapse onto the bed in exhaustion. As I lay there catching my breath, Chrissy reaches towards her pussy and collects the mixture that seeps from her cunt. She then rubs it into her tits and moans as she falls back, licking her hands and relaxing. Done. We then cuddle together and fall into a deep sleep.

— Jaime, Denver

#### Dear editors:

I like aggressive sex and I love to see pictures and watch movies of it. No 'lie on your back and fuck me' sex. It's gotta have motion and push the boundaries of both partners. Now, I'm not saying beat each other, but on the other hand, don't just lie there as the other person does all the work. That's what's cool about the Babalu babe's pictorial in your last issue. I'll take a woman like that any day!

— Bobby, Philly

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**Ryen & Jenner**

It seems the older I get, the hornier I get. My sex urge has tripled since I turned forty. Imagine what I'm gonna be like when I turn fifty. Unfortunately, my ex is not enjoying the benefits of my enhanced libido. But I don't care!





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I have to be careful now that I'm  
hornier. I look at guys like I want to  
have sex with every one of them. My  
clit and nipples are more sensitive  
and ache to be touched and licked. I  
can satisfy myself only so much, then  
I have to just give it up to the man.

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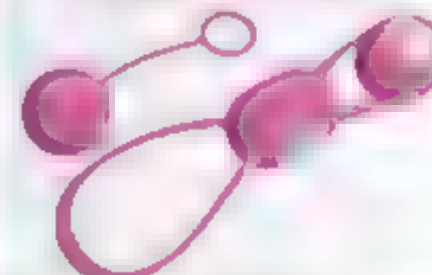


Lorenzee



8 Speeds • Phthalate Free  
Made from ABS materials  
138mm (5.43in)

ALEXANDRA



Double Detachable Ball and Single  
Ball • Silicone • Phthalate Free  
114.3mm (4.5in) Balls

THE  
Donatella  
JELLY G

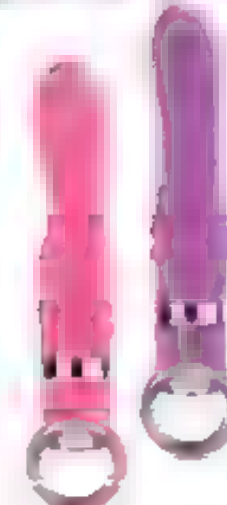


Phthalate Free  
262mm (10.31in)

THE  
EMILY  
bug spot

10 functions • Phthalate  
Free • Made from ABS with  
velvet soft touch surface  
172mm (6.77in)

The  
Carrie B. Soul



10 functions • Phthalate  
Free • Made from ABS  
with soft rubber coating  
177.8mm (7in)

THE  
CARRIE B.  
SLIM G



THE  
CARRIE B.  
TWISTER

12 functions • Phthalate Free  
Made from ABS materials  
175mm (6.89in)

THE  
STELLAH



10 functions • 15 Meter Remote  
Range • Phthalate Free Egg made  
from ABS material with Silicone body.  
Remote made from ABS material  
88.9mm (3.5in)

Closet  
COLLECTION

the  
roberta  
pleaser



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JIMMEE  
LIGHTNING  
ROD

Bullet 7 function • Toy 1 function  
with 6 speed • LED lighting function  
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TPR material  
247mm (9.72in)



10 functions • Phthalate Free  
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ABS materials • Handle  
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BUNNY

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My hubby made a huge mistake when he told his best friend that we had a three way with another guy. He said that he wanted me for years and why would we not think of him? We told him we did think of him, but did not want one night of sex to potentially ruin a twenty year friendship.

888-868-5878





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  - Bullet pink \$12
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  - Fantastic finger pink \$16
  - Fantastic finger baby blue \$16
  - Pocket thruster purple \$12
  - Pocket thruster pink \$12
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  - Classic babe mini-vibe purple \$11
  - Classic babe mini-vibe pink \$11
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Believe it or not, they grow them small in Texas, but her size is the only thing small about Jersey. I have a huge sexual appetite and I want men that can keep up with me and keep me satisfied. They have to have a big cock and be at least a foot taller than me. That way I can fit perfectly in him when we cuddle after sex.















We got some big cocks in Texas,  
but Donny's just as big as any  
I seen or any I've had. I really  
enjoyed sucking it and when he  
started fucking me, it filled my  
insides fully. I couldn't help but  
yell out -- "Yeeeee-ha!"

REF-1410-7855



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# love her the right way

*Men, it's easier to bed a woman or stimulate your sex life with your wife or girlfriend with the right attitude – and by setting the right mood. May we give you some advice?*

**1** Spend a lot of time warming up your lady to give her the best orgasm she has ever had! Kiss the back of her neck, her hairline, her ears. Kiss her eyes, her throat, her lips. Spend several minutes just kissing each other. Vary the kisses – light ones, then deep passionate ones. Run your tongue over her lips and teeth, suck her lower lip. Then move down to her breasts, kissing, sucking, nibbling, caressing them. Roll one nipple in your fingers and flick the other with your tongue, sucking it, then flicking it. Spend several minutes here. Then move down her body to her stomach, kissing, touching, caressing. Then move to her inner thighs.

**2** Kisses! Walk with your lady on a moonlight night. The beach is the best, with waves crashing on the sand, but a walk along a lake or in the park will do nicely. Hold hands and talk about the future. Kiss her gently and tell her how beautiful she looks in the moonlight. This is a time for tenderness and gentle touches. When you get home, make gentle sweet love with her.

**4** Your lady needs a little romance in her life, so give it to her with a touch of class. Take her to a restaurant which has strolling violinists, if possible, and arrange for them to play "your" song at your table.



**2** Run your tongue close to her pussy, but avoid touching it directly for several minutes. Raise her bottom up and run your tongue over her buttocks, along her crack. Go back to her inner thighs and slowly approach her pussy. When she is moaning with desire, massage her labia with your fingers gently. Now spread the labia to expose her clit. Flick it with your tongue the way she likes best. When she comes, which should be quickly and intensely after this kind of foreplay, let her rest for several moments while you caress and kiss her inner thighs. Then proceed to your own pleasure.

**3** Your lady wants to play today, so take her to the best of playgrounds, an amusement park! Ride the roller coaster and tilt-a-whirl. Chase each other in bumper cars and view the playground from the top of the Ferris wheel. Buy her cotton candy and popcorn and win a teddy bear for her at one of the booths. You're teenagers again, holding hands and stealing

If violinists aren't available, try for a restaurant with a band or a pianist and arrange for them to play your favorite tunes. Dance with her and tell her how much you love her. Continue the romantic mood of the evening when you get home with slow, sweet lovemaking.

**5** Buy a Lone Ranger mask from a costume shop and dress up like a cowboy. Then seduce your lady while she is reading or watching TV. Whatever you do, don't take off your mask. Ask your lady to take a warm bath and then wait for you on the sofa. Have a drink ready for her when she emerges from her bath. Tell her to be quietly and fantasize while you prepare a wonderful dinner just for the two of you.

**6** After a few minutes go to her and blindfold her. Lift her knees to her head so that her pussy is accessible. Ask her to hold her legs in this position. Now, take a large vibrator or dildo with ridges. Insert it slow-

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even know the fact  
but pretty quickly  
of about the fact*

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ly in her pussy. Then, slowly, remove it to its tip and begin thrusting it gently while your own cock lies against her thighs. Tell her to fantasize about two men making love to her. Continue to stroke her with the vibe, timing your strokes with her mounting passion. If you don't have a vibe in the house, improvise with whatever is suitable.

**7** If you're not the jealous type, hire a male stripper to dance for your lady in private (with you there, of course!). Plan a dinner at home and arrange for the dancer to act as the waiter for dinner. Ask him to dress in a tuxedo and, at the end of dinner, to strip and dance to provocative music. Photograph or videotape the event for future enjoyment. How far he strips, and how long he stays, is up to you.

**8** When you are making love with your lady, let her smell — then taste — her own love juices. When she is really hot, dip your finger in her pussy, then lift it to her nose while you are kissing her. Between kisses,

**11** Romance is the spice of life. Choose this interlude when you're giving your lady a very special present, such as diamond jewelry. Arrange a candlelit dinner at home or at a very intimate restaurant. Present her with a box of chocolate truffles in which you've placed the jewelry in lieu of one of the chocolates. Watch her joy when she opens the box.

**12** While your lady's away, fill her bedroom with flowers. Order several dozens of bouquets of all kinds from a florist, if you can afford it, or buy the flowers and arrange the vases yourself. When she comes home, be in the bedroom, lying naked on the bed with a rose in your teeth. She'll take it from there.

**13** The next time you make love to your lady, spend some time on her inner thighs... you can tease her to great heights this way. Kiss, lick and ruble each of her inner thighs, approaching but not touching her pubic area. Move in closer, kissing and tonguing the entire area, yet still avoiding her vagina and clitoris.



lick your finger, then put your finger into her mouth, slowly. Repeat this several times, then enter her for a roaring climax.

**9** Spread large towels on your bed. Take a bottle of body oil and lavish oil over your lady's body till it glistens. Don't miss an inch, as you move your slippery hands over her body, front and back. Then lie on top of her and move your body across her glistening skin. By the time you finish you'll both be covered with love oil.

**10** Arrange for a hot air balloon ride with your lady. (Hot air balloons may be rented in most major cities for 100 dollars or less for an hour's ride.) Pack a picnic of finger foods and wine or champagne. Feed each other as you soar above the countryside. Kiss and touch to your heart's content, but save the grand finale until you land. Too much motion might upset the balloon basket — not to mention the balloon pilot!

Caress her inner thighs lightly. Intersperse the kissing and tonguing with gentle bites. Finally, turn your full attention to the center of her sex and bring her to a climax.

**14** Brushing your lady's hair can be a sensual experience for both of you. Have her sit comfortably at your feet, her back to you. Start by massaging her scalp with your fingertips. Then brush her hair with 100 slow, gentle strokes. When you have finished, massage her temples with a firm circular motion, then move around her hairline to the base of her shoulders to give her a firm shoulder massage. Kiss the back of her neck at her hairline. Let your kisses and her responses guide you through the rest of this interlude.

**15** Your lady is tired tonight. Express your love by holding — just holding — her in your arms as you both drift off to sleep. When morning comes, wake her with light kisses and early morning cuddling. Kiss her face, neck, and breasts. Make your way slowly down her body and bring her to full awakening with

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cunnilingus. Take nothing for yourself, even if she offers to reciprocate. This is a gift to her. While she is lying in the afterglow of your love, serve her favorite morning beverage in bed.

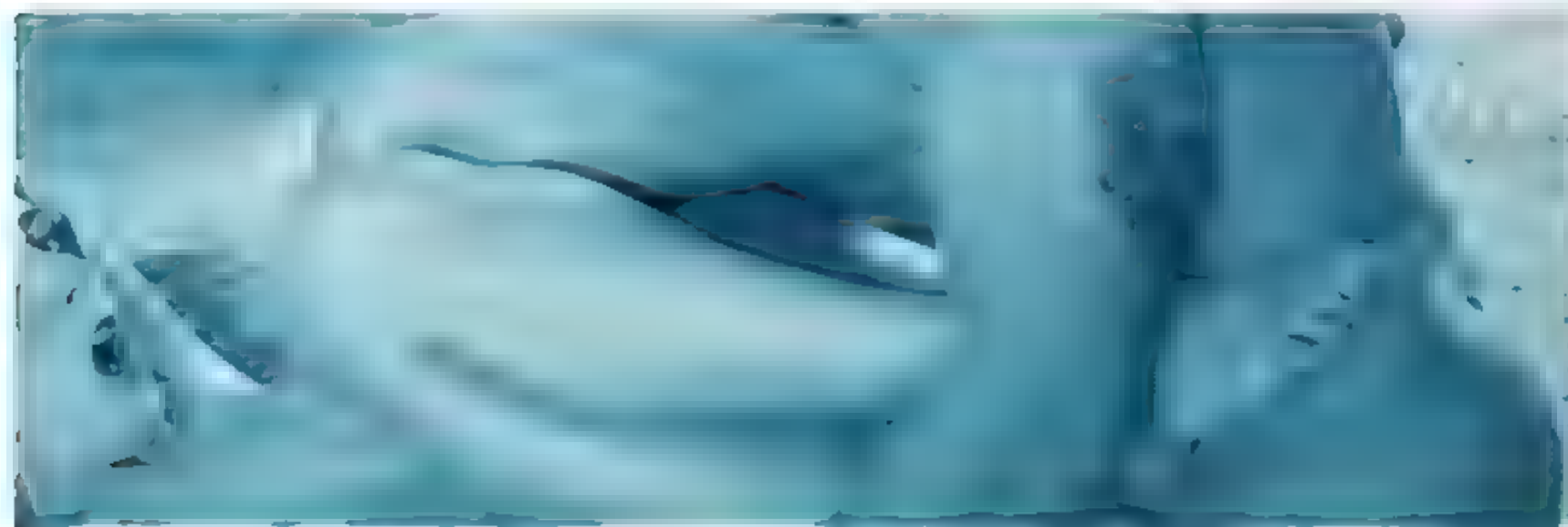
**16** Take your lady dancin' tonight . . . at home. Put some slow, sexy dance music on the stereo, and ask her to dance with you. As you dance, kiss and touch her. Let her feel your growing desire. Slowly strip off her clothes, piece by piece, and let her do the same to you. Continue dancing in the nude. When you're ready, enter her and continue dancing. (Pick her up and let her wrap both legs around your back, or bend her over and enter her from behind, matching your movements to the music.)

**17** She may not be interested in active sex tonight, but watching is another matter. Ask her to undress and wait for you in bed. Then, undress and sit in a chair near the bed or on the corner of the bed. Arouse yourself by fantasizing or looking at erotic photos. Pre-

with the other foot. When you have finished, let your lady take the lead. She may be relaxed enough to fall asleep—or aroused enough to take on a different kind of interlude.

**20** Although she seems hardly interested, your lady really wants to be seduced—to be kissed, teased, aroused, and finally, taken. Start your seduction with music. Put something sexy on the stereo, maybe some blues or jazz. Then begin to touch her hair, ears, neck, shoulders, wherever she happens to be, whatever she happens to be doing. If she doesn't respond at first, make your actions speak a little louder. Kiss her nipples through her shirt, or lift or unbutton it to kiss them directly. Run your hand up her leg to her panties, and run your fingertip just inside the panty leg. By now, you should have her complete attention. Carry on!

**21** Invite your lady to meet you at your office one night when you are working late. When she arrives, lock the door if you have a private office; if not,



tend you are alone as you stroke yourself to a climax.

**18** Give your lady a new sensation. When you're ready for intercourse, grasp her ankles in each hand and raise her knees as close to her head as they can comfortably go. Take her in this position.

**19** When your lady is especially tired and tense, treat her to a foot massage. Prepare her favorite drink and tell her to remove her shoes and relax. Prepare a large basin of hot water. Add fragrant bath salts and place her feet in the basin to soak for a few minutes. Get a towel, floor pillow, bar of soap, and body lotion. Seat yourself on the floor pillow at her feet, and wash each foot slowly, lovingly, massaging it gently. Dry her feet and put the basin of water aside. Now take one of her feet in your lap and rub the lotion into it. Massage the instep and sole of the foot deeply. Take her ankle in both your hands and massage it in small, circular motions. Attend to each toe individually. Kiss each foot as you finish and/or suck her toes! Repeat this procedure

make sure everyone, including the cleaning people, are gone. (The later the hour, the better, for this interlude.) Greet your lady with a long, deep kiss to set the mood, then expand your kisses to her neck, ears, and hair. Unbutton her blouse and bra. Ignore her protests. Kiss her breasts and nipples until she is fully aroused. (Stay as fully clothed as possible as you may have to make a quick recovery!) Bend her over the desk so that her elbows are resting on the desktop. Kneel behind her; lift her skirt and ease her panties to her ankles. Touch her with your tongue and fingers until she is ready for you. Then unzip your pants and enter her from behind. The danger of discovery only increases the thrill.

**22** Take her out to dinner and talk about your experiences. The conversation might inspire you to another interlude when you get home!

*Make yourself better at romancing your woman.  
She'll give you more pussy!*



I can't believe I'm at this guy's house and there's another guy here taking pictures of me. Soon, I'll be fucking and they're going to take pictures of that, and make a video. I don't know if I'm ready for this, but I'll do my best.

**RIO  
& JOEL**





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*Rio Marinko*

I saw some of the pictures from the shoot and I can't believe how sexy I look. Especially for my age. And to see that big dick in my tiny, tight asshole, well, that was a mind-blower. I'm glad I did it, and I'd do it again!

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I'm also sassy,  
a sweetheart,  
opinionated,  
a bitch,  
your lover,  
and your  
very worst  
nightmare.  
I'm your  
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My first sexual encounter was with my college professor. I know, I shouldn't have fucked him, but he was so hot standing up there talking about Economics. It was late in the year and it didn't affect my grade. At least that's what I tell myself.

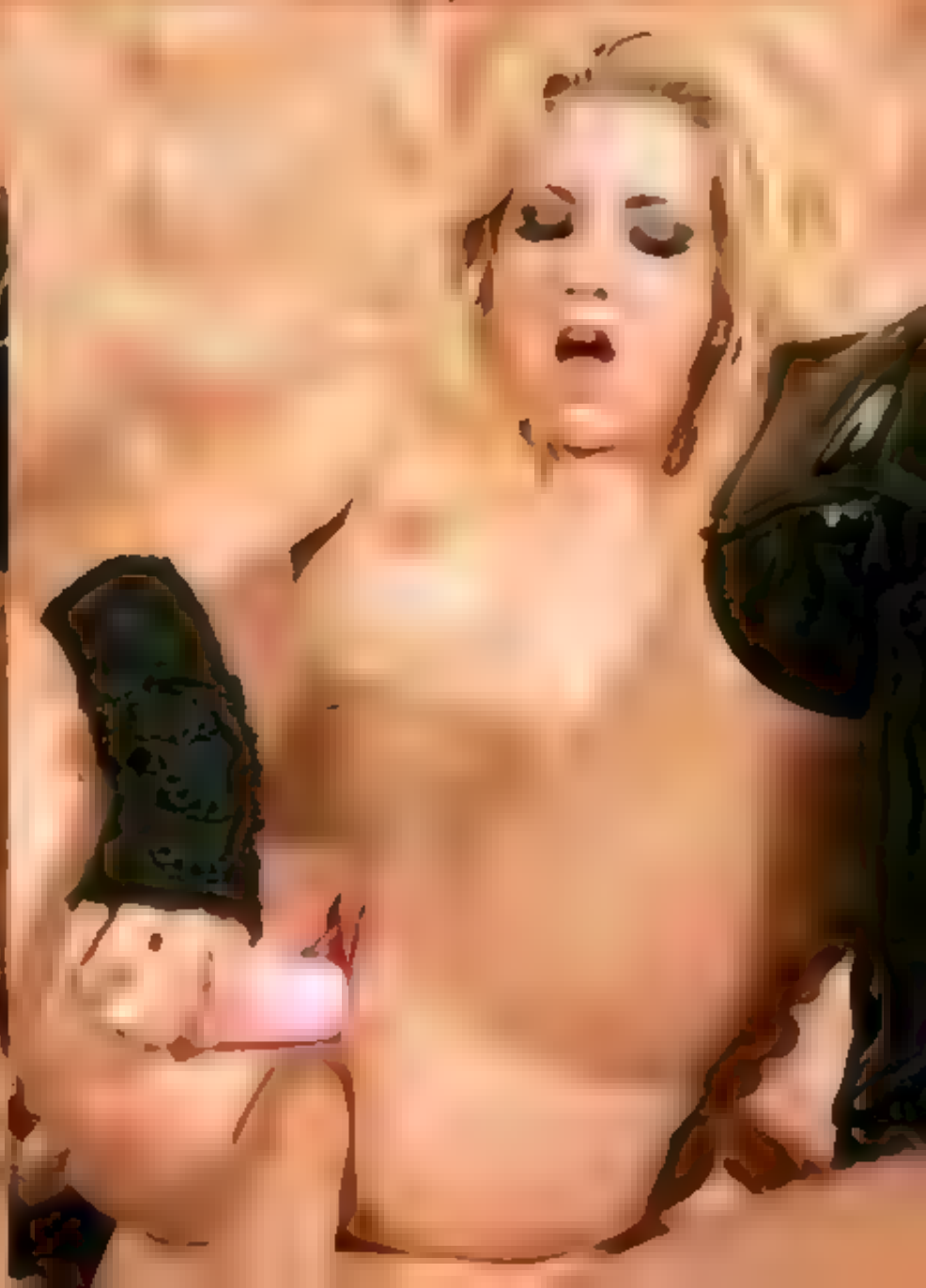
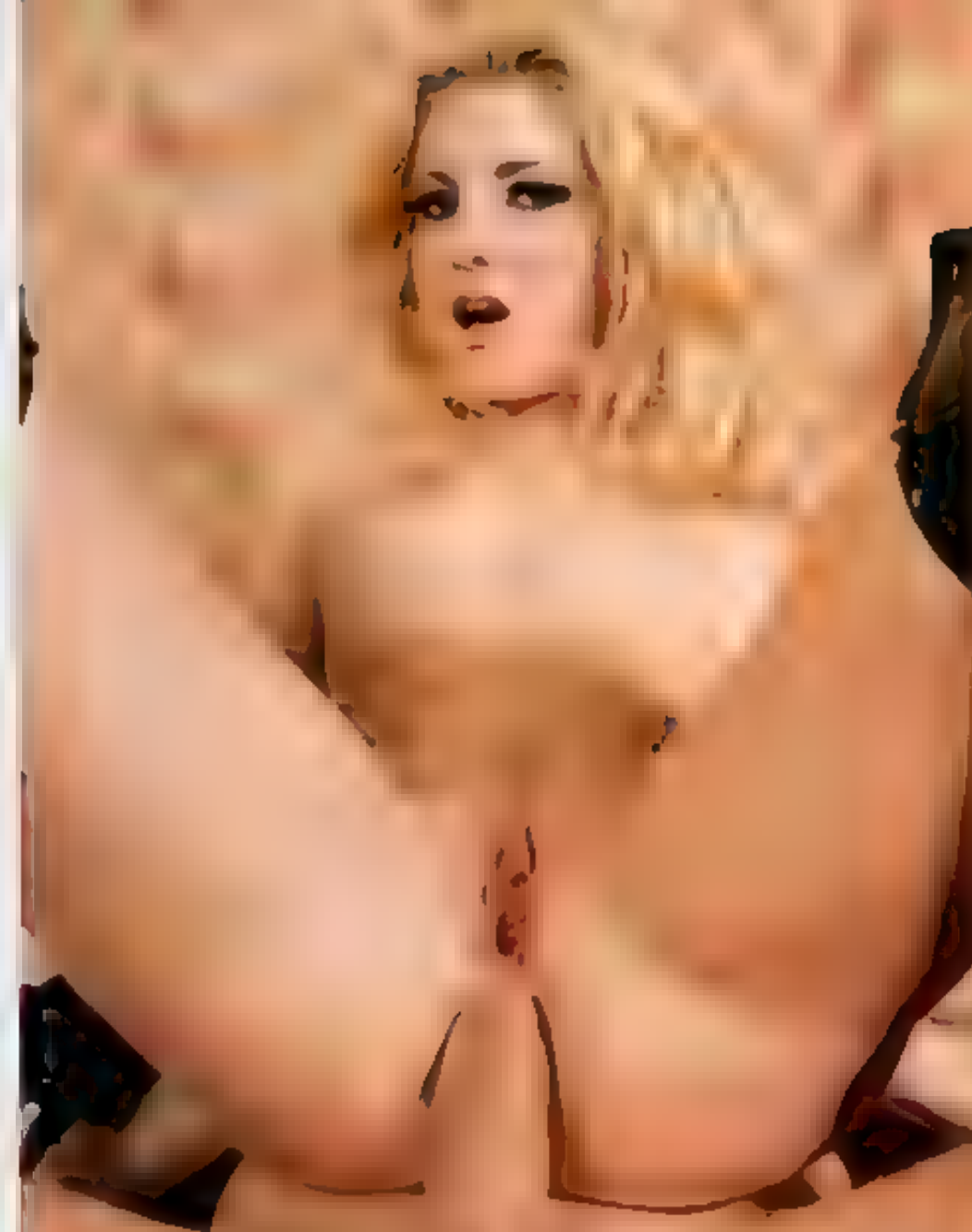




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and many a girl. I like  
all kinds of sex, espe-  
cially anal sex. Once  
my asshole got used  
to things going in and  
out of it, I loved it.  
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thing and I'm all for  
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